

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>W.R. GRACE &amp; CO., <u>et al.</u></b>	)	<b>Case No. 01-1139 (JKF)</b>
	)	
<b>Debtors.</b>	)	<b>Objection Deadline: November 30, 2007 at 4:00 p.m.</b>
	)	<b>Hearing: December 17, 2007 at 2:00 p.m.</b>

**COVER SHEET TO SIXTH QUARTERLY APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL  
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
APRIL 1, 2007 THROUGH JUNE 30, 2007**

Name of Applicant: Orrick, Herrington & Sutcliffe LLP

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: As of February 6, 2006 (pursuant to this Court's Order entered May 8, 2006)

Period for which compensation is sought: April 1, 2007 through June 30, 2007

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$1,021,931.50

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 168,071.15

This is an:   X   interim        monthly        final application.

**PRIOR APPLICATIONS FILED**

Orrick was retained effective February 6, 2006, pursuant to this Court's Order entered May 8, 2006. Orrick has previously filed the following quarterly fee applications:

- a. First Quarterly Fee Application for the time period February 6, 2006 through March 31, 2006 in the amount of \$206,292.25 in fees and \$7,501.32 in expenses, for a total of \$213,793.57.
- b. Second Quarterly Fee Application for the time period April 1, 2006 through June 30, 2006 in the amount of \$456,045.25 in fees and \$14,568.92 in expenses, for a total of \$470,614.17.
- c. Third Quarterly Fee Application for the time period July 1, 2006 through September 30, 2006 in the amount of \$558,019.75 in fees and \$25,651.67 in expenses, for a total of \$583,671.42
- d. Fourth Quarterly Fee Application for the time period October 1, 2006 through December 31, 2007 in the amount of \$841,070.00 in fees and \$98,378.95 in expenses, for a total of \$ 939,448.95.
- e. Fifth Quarterly Fee Application for the time period January 1, 2007 through March 31, 2007 in the amount of \$1,098.668.00 in fees and \$57,670.14 in expenses, for a total of \$1,156,338.14.

**COMPENSATION SUMMARY**  
**APRIL 1, 2007 THROUGH JUNE 30, 2007**

<b><u>Name of Professional Person</u></b>	<b><u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u></b>	<b><u>Hourly Billing Rate</u></b>	<b><u>Total Billed Hours</u></b>	<b><u>Total Fees</u></b>
John Ansbro	Partner, 3 years in position; 12 years relevant experience; 1995, Litigation	\$625	458.70	\$275,156.25 <sup>1</sup>
Roger Frankel	Partner, 24 years in position; 36 years relevant experience; 1971, Bankruptcy	\$770	86.50	\$66,220.00 <sup>2</sup>
Jonathan P. Guy	Partner, 7 years in position; 14 years relevant experience; 1993, Bankruptcy	\$650	50.00	\$32,500.00

<sup>1</sup> This amount reflects a reduction of \$2,375.00 (April 2007), \$5,625.00 (May 2007) and \$3,531.25 (June 2007) for the 50% discount of hourly rates for non-working travel.

<sup>2</sup> This amount reflects a reduction of \$385.00 (April 2007) for the 50% discount of hourly rates for non-working travel.

<b><u>Name of Professional Person</u></b>	<b><u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u></b>	<b><u>Hourly Billing Rate</u></b>	<b><u>Total Billed Hours</u></b>	<b><u>Total Fees</u></b>
Raymond G. Mullady, Jr.	Partner, 14 years in position; 24 years relevant experience; 1983, Litigation	\$635	257.60	\$174,028.00 <sup>3</sup>
Garret G. Rasmussen	Partner, 25 years in position; 33 years relevant experience; 1974, Litigation	\$700	67.10	\$46,970.00
Richard H. Wyron	Partner, 18 years in position; 28 years relevant experience; 1979, Bankruptcy	\$700	43.60	\$30,520.00
Joshua M. Cutler	Associate, 4 years in position; 4 years relevant experience; 2003, Litigation	\$430	68.60	\$29,498.00
Debra L. Felder	Associate, 5 years in position; 5 years relevant experience; 2002, Bankruptcy	\$465	468.80	\$215,899.50 <sup>4</sup>
Antony P. Kim	Associate, 4 years in position; 4 years relevant experience; 2003, Litigation	\$430	3.40	\$1,462.00
Emily S. Somers	Associate, .5 years in position; .5 years relevant experience; 2006, Litigation	\$270	12.60	\$3,402.00
Katherine Thomas	Associate, 3 years in position; 3 years relevant experience; 2004, Bankruptcy	\$390	1.10	\$429.00
Annie L. Weiss	Associate, 3 years in position; 3 years relevant experience; 2004, Litigation	\$390	122.10	\$47,619.00
Catharine L. Zurbrugg	Associate, 2 years in position; 2 years relevant experience; 2005, Litigation	\$355	263.70	\$90,720.25 <sup>5</sup>
	Summer Associates	\$250	5.80	No Charge <sup>6</sup>

3 This amount reflects a reduction of \$1,980.75 (April 2007), \$695.00 (May 2007) and \$2,328.25 (June 2007) for the 50% discount of hourly rates for non-working travel.

4 This amount reflects a reduction of \$2,092.50 (April 2007) for the 50% discount of hourly rates for non-working travel.

5 This amount reflects a reduction of \$1,970.25 (April 2007) and \$923.00 (May 2007) for the 50% discount of hourly rates for non-working travel.

6 Orrick's fee applications do not seek compensation for fees incurred for work performed by summer associates.

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
Rachael M. Barainca	Legal Assistant	\$150	97.20	\$14,580.00
James Cangialosi	Legal Assistant	\$235	46.50	\$10,340.00 <sup>7</sup>
Debra O. Fullem	Bankruptcy Research Specialist	\$225	61.50	\$13,837.50
Aurora Hamilton	Legal Assistant	\$200	1.00	\$200.00
Timothy J. Hoyer	Practice Support Project Coordinator	\$195	2.90	\$565.50
Logan B. West	Legal Assistant	\$85	5.70	\$484.50
<b>Total</b>			<b>2,068.60</b>	<b>\$1,021,931.50</b>
<b>Blended Rate: \$517.78</b>				

**COMPENSATION BY PROJECT CATEGORY**  
**APRIL 1, 2007 THROUGH JUNE 30, 2007**

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	36.20	\$5,557.50
Compensation of Professionals-Orrick	85.40	\$19,528.00
Compensation of Professionals-Other	18.80	\$3,305.00
Litigation	1,837.8	\$968,580.00 <sup>8</sup>
Retention of Professionals-Orrick	7.80	\$2,467.50
Travel Time (Non-Working)	82.60	\$22,493.50
<b>TOTAL</b>	<b>2,068.60</b>	<b>\$1,021,931.50</b>

<sup>7</sup> This amount reflects a reduction of \$587.50 (April 2007) for the 50% discount of hourly rates for non-working travel.

<sup>8</sup> Orrick has just received the Fee Auditor's Initial Report ("Report") and has reduced its originally requested fees of \$1,022,040.50 by \$109.00 for certain inadvertent computation errors. Orrick will further review and respond separately to other aspects in the Report.

**EXPENSE SUMMARY<sup>9</sup>**  
**APRIL 1, 2007 THROUGH JUNE 30, 2007**

<b><u>Expense Category</u></b>	<b><u>Total</u></b>
Court Call – conferencing services	\$2,873.00
Document Technologies, Inc.	\$4,956.22
Duplicating	\$8,582.10
Experts: Fees and Expenses	\$107,295.65
Facsimile	\$27.00
Hotel	\$1,522.70
Jane Rose Reporting	\$2,376.51
LexisNexis Case Soft	\$4,113.54
Litigation Support	\$408.81
Meals	\$1,899.03 <sup>10</sup>
Mileage	\$107.85
National Depo	\$3,341.10
Pacer	\$1,898.56
Parking	\$146.00
Publications re Testifying Experts	\$543.44
Postage/Express Delivery	\$3,354.13
Secretarial Overtime	\$514.18
Telephone	\$201.92
Travel – Airfare/Train	\$11,042.24
Travel - Taxi	\$2,096.17
Westlaw and Lexis Research	\$10,998.25
<b>TOTAL</b>	<b>\$168,071.15</b>

Orrick's Client Charges and Disbursements Policy effective January 1, 2006, are as follows:

a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.

b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.50 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.

c. ***Messenger and Courier Service*** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

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<sup>9</sup> All available expense back-up is attached as Exhibits D-P.

<sup>10</sup> Orrick has reduced its charges for meals by \$227.25 consistent with the Fee Auditor's guidelines. Attached as Exhibit Q is a list of all meal charges over \$15.00 and the voluntary reductions.

d. **Overtime** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for other internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

By: 

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Co-Counsel to David T. Austern, Future Claimants'  
Representative

Dated: November 5, 2007